

**BEFORE THE
PUBLIC SERVICE COMMISSION
OF SOUTH CAROLINA**

In the Matter of the Application of)	
)	
CALLCATCHERS INC. D/B/A FREEDOMVOICE)	Docket No. _____
SYSTEMS)	
)	
For A Certificate Of Public Convenience And)	
Necessity To Provide Resold Interexchange)	
Telecommunications Services in the State of South)	
Carolina and for Alternative Regulation of its)	
Interexchange Offerings)	

APPLICATION

CallCatchers Inc. d/b/a FreedomVoice Systems (“FreedomVoice,” or “Applicant”), by its undersigned counsel and pursuant to S.C. Code Ann. § 58-9-280, respectfully requests that the South Carolina Public Service Commission (“Commission”) grant this Application for a Certificate of Public Convenience and Necessity to provide resold interexchange telecommunications service throughout the State of South Carolina. In addition, the Applicant also requests that the Commission regulate its intrastate interexchange service offerings as described below in accordance with the principles and procedures established for alternative regulation in Orders No. 95-1734 and 96-55 in Docket No. 95-661-C, and as modified by Order No. 2001-997 in Docket No. 2000-407-C. FreedomVoice further requests, pursuant to R. 103-601(3) of the Commission’s rules, that the Commission waive application to it of certain Commission rules, as outlined herein.

Additionally, Applicant is in the process of being acquired by GoDaddy Operating Company, LLC (“GoDaddy Operating”). GoDaddy Operating, its direct wholly-owned subsidiary San Fernando Merger Sub Inc. (“San Fernando Merger Sub”), FreedomVoice, and

certain FreedomVoice shareholders entered into an Agreement and Plan of Merger dated as of May 17, 2016 (the “Agreement”). Pursuant to the Agreement, San Fernando Merger Sub will be merged with and into FreedomVoice – with FreedomVoice being the surviving entity. All equity securities of FreedomVoice will be canceled, and its shareholders will be entitled to receive consideration for those securities. FreedomVoice will thus become a direct, wholly-owned subsidiary of GoDaddy Operating. Upon or after the closing of the transfer of control, the parties anticipate that the vast majority of FreedomVoice’s operations and assets will be assigned from FreedomVoice to GoDaddy.com LLC (“GD LLC”), a direct, wholly owned subsidiary of GoDaddy Operating. Accordingly, the Applicant respectfully requests the Commission consider FreedomVoice’s proposed ownership as it considers this Application. GD LLC will file for and obtain any licenses necessary to provide intrastate services prior to the transfer of any customers, and obtain any necessary approval for the transfer of those customers.

FreedomVoice proposes to offer resold interexchange services to customers throughout the entire State of South Carolina. Applicant anticipates that its customers will be primarily, though not exclusively, business customers. Approval of this Application will promote the public interest by providing its subscribers with cost advantages through the provision of competitive telecommunications services. Applicant’s service will necessarily utilize existing carrier communications facilities more efficiently through increased usage and the addition of innovative, enhanced features. Telecommunications carriers will be empowered to provide more efficient and reliable services at lower prices, thereby benefiting consumers. Moreover, the provision of a wider range of telecommunications service will bolster the state’s economic health.

In support of this Application, FreedomVoice respectfully submits as follows:

1. The name and address of the Applicant are:

CallCatchers Inc. d/b/a FreedomVoice Systems
169 Saxony Road, Suite 212
Encinitas, CA 92024
Tel: (800) 477-1477
Fax: (888) 475-3433
Email: compliance@FreedomVoice.com
Website: www.FreedomVoice.com

2. All correspondence, notices, inquiries, and other communications regarding this Application should be addressed to:

Jack Pringle
Adams and Reese LLP
1501 Main Street, 5th Floor
Columbia, SC 29201
Telephone: (803) 343-1270
Facsimile: (803) 799-8479
Email: Jack.Pringle@arlaw.com

with a copy to:

Michael P. Donahue
Keenan P. Adamchak
Marashlian & Donahue, PLLC
1420 Spring Hill Road, Suite 401
McLean, VA 22102
Tel: (703) 714-1319/-1323
Fax: (703) 563-6222
Email: mpd@commlawgroup.com
kpa@commlawgroup.com

and:

Jennifer L. Kostyu
L. Charles Keller
Wilkinson Barker Knauer, LLP
1800 M Street, NW, Suite 800N
Washington, DC 20036
Tel: (202) 783-4141
Fax: (202) 783-5851
Email: jkostyu@wbklaw.com
ckeller@wbklaw.com

3. Contact person regarding ongoing operations of the Company is:

Gino Capozzi, Tax and Regulatory Compliance Manager
169 Saxony Road, Suite 214
Encinitas, CA 92024
Tel: (800) 477-1477 x 816
Fax: (800) 477-1477
Email: Compliance@freedomvoice.com

4. Description of the Applicant

FreedomVoice is a Delaware corporation with its principal place of business at 169 Saxony Road, Suite 212. Encinitas, CA 92024. Applicant is authorized to do business in the State of South of Carolina. Please see **Exhibit A** attached hereto for copy of FreedomVoice's Articles of Incorporation and Certificate of Authority to Transact Business in the State of South Carolina.

FreedomVoice is authorized to provide interexchange telecommunications services pursuant to registration, commission order or on a deregulated basis in the states of: California, Connecticut, Florida, Illinois, Maine, Maryland, Michigan, New Jersey, New York, Pennsylvania, Rhode Island, Tennessee, Utah, Virginia, Washington, and Wisconsin.

Furthermore, Applicant is currently registered to provide Interconnected Voice over Internet Protocol ("I-VoIP") services in the following states: California, Illinois, Michigan, Nebraska, and Wisconsin.

FreedomVoice is currently in the process of applying for authorization or registering to provide interexchange and I-VoIP services in the remaining fifty states, the District of Columbia, and Puerto Rico – to the extent required by the laws and regulations of the specific jurisdiction.

5. Officers, Directors, and Legal Counsel

FreedomVoice's officers and directors are identified as **Exhibit B** attached hereto.

FreedomVoice's legal counsel is as follows:

Jack Pringle
Adams and Reese LLP
1501 Main Street, 5th Floor
Columbia, SC 29201
Tel: (803) 343-1270
Fax: (803) 779-4749
Email: Jack.Pringle@arlaw.com

with a copy to:

Michael P. Donahue
Keenan P. Adamchak
Marashlian & Donahue, PLLC
1420 Spring Hill Road, Suite 401
McLean, VA 22102
Tel: (703) 714-1319/-1323
Fax: (703) 563-6222
Email: mpd@commlawgroup.com
kpa@commlawgroup.com

GoDaddy Operating's legal counsel is as follows:

Jennifer L. Kostyu
L. Charles Keller
Wilkinson Barker Knauer, LLP
1800 M Street, NW, Suite 800N
Washington, DC 20036
Tel: (202) 783-4141
Fax: (202) 783-5851
Email: jkostyu@wbklaw.com
ckeller@wbklaw.com

6. Customer Service

FreedomVoice provides live customer service Monday through Friday between the hours of 5:00 AM and 6:00 PM PST, and Saturday between the hours of 6:30 AM and 3:30 PM PST. Additionally, Applicant provides emergency support to customers twenty-four hours a day, seven days a week. Customers may contact FreedomVoice regarding complaints, repairs, sales, and other inquiries via telephone, (800) 477-1477, and via email,

customercare@freedomvoice.com (customer service)/ sales@freedomvoice.com (sales inquiries).

Information concerning FreedomVoice's services can also be found on Applicant's website: www.freedomvoice.com.

Applicant's toll free number will be printed on the customer's monthly billing statements. The South Carolina contact person knowledgeable about FreedomVoice's operations, and who will also respond to ongoing Commission inquiries concerning billing issues and customer complaints is:

7. Financial Ability

FreedomVoice possesses the financial resources necessary to provide reliable telecommunications services. The most recent financial statements for GoDaddy Operating's parent, GoDaddy Inc., are available in GoDaddy Inc.'s most recent Form 10-K filed with the Securities and Exchange Commission on March 2, 2016 (*available at: <http://www.sec.gov/Archives/edgar/data/1609711/000160971116000048/gddy-12312015x10k.htm>*).

8. Managerial and Technical Ability

FreedomVoice is guided by an experienced and highly capable management team that includes individuals who have distinguished themselves in executive positions within the telecommunications industry. Applicant's management team possesses extensive business, technical, operational, and telecommunications experience. FreedomVoice's managers will continue to manage the company's operations following the closing of the Proposed Transaction. In addition, following completion of the Proposed Transaction, FreedomVoice will be able to rely on the additional experience and perspective of GoDaddy Operating's management.

Attached hereto as **Exhibit C** are descriptions of the managerial and technical qualifications of FreedomVoice's management team. Information regarding GoDaddy Operating's management team is available on its website: <https://aboutus.godaddy.net/about-us/default.aspx#Section2>.

9. Description of Services Offered and Proposed Service Territory

FreedomVoice proposes to provide resold interexchange telecommunications services throughout the entire State of South Carolina. Specifically, Applicant utilizes a proprietary interactive voice response ("IVR") and unified messaging platform. Applicant purchases toll free and direct inward dialing ("DID") numbers, and resells those numbers as part of a virtual office service. Small business customers then use those numbers to access Applicant's integrated suite of additional services and functionality, including: auto attendant, call forwarding/distribution, call queuing, call screening, Internet fax/fax back, and enhanced voicemail capabilities such as voice-to-text conversion and email delivery of voicemails. FreedomVoice will also provide I-VoIP services. Attached hereto as **Exhibit D** is Applicant's proposed tariff.

10. Public Interest and Need

Grant of FreedomVoice's Application for Certificate of Public Convenience and Necessity to provide the service described within this Application is in the public interest, and will serve the public convenience and necessity. The public interest will be served by expanding the availability of competitive telecommunications services and enhanced telecommunications infrastructure in the State of South Carolina, thereby facilitating economic development. Authorizing FreedomVoice to enter the telecommunications service market will increase the competitive choices available, and in turn create incentives for all carriers to lower prices, provide new and better quality services, and be more responsive to customer issues and demands.

11. Waivers and Regulatory Compliance

FreedomVoice requests that, pursuant to Rule 103-601(3), the Commission grant it a waiver of those regulatory requirements that are inapplicable to Applicant's services because compliance with such rules would cause Applicant undue hardship.¹ Specifically, FreedomVoice requests a waiver of the following Commission Rule:

Rule 103-610: Requiring a utility to maintain its records in the State of South Carolina. FreedomVoice is headquartered in California. As a result, it would be impractical for Applicant to maintain separate records in South Carolina. If the Commission determines it is necessary to review Applicant's books, Applicant will provide this information to the Commission upon request, or will bear the cost of any out-of-state travel expenses incurred by Commission staff.

13. Alternative Regulation of Business Service Offerings

FreedomVoice requests that all of its business service offerings be regulated pursuant to the procedures described and set out in Order Nos. 95-1734 and 96-55 in Docket No. 95-661-C, and as modified by Order No. 2001-997 in Docket No. 2000-407-C. It is Applicant's intent by this request to have its business services regulated in the same manner as this Commission has permitted for AT&T Communications of the Southern States. Specifically, Applicant requests:

- a) Removal of maximum rate tariff requirements for its business service offerings;
- b) That tariff filings for these uncapped offerings are presumed valid upon filing. If the Commission institutes an investigation of a particular filing within seven days, the tariff filing will be suspended until further order of the Commission; and

¹ S.C. Code Regs. § 103-601(3) ("In any case where compliance with any of these rules and regulations introduces unusual difficulty or where circumstances indicate that a waiver of one or more rules or regulation is otherwise appropriate, such rule or regulation may be waived by the commission upon a finding by the commission that such a waiver is not contrary to the public interest.").

- c) Any relaxation in the reporting requirements that may be adopted for AT&T shall apply to the Applicant also.

CONCLUSION

This Application clearly demonstrates that FreedomVoice possesses the requisite technical, financial, and managerial qualifications to provide resold interexchange telecommunications services throughout the State of South Carolina. Furthermore, granting this Application for a Certificate of Public Convenience and Necessity will promote the public interest, comport with the public convenience and necessity, and meet pertinent legal and regulatory requirements for such applications.

WHEREFORE, CallCatchers Inc. d/b/a FreedomVoice Systems respectfully requests that the Commission issue a Certificate of Public Convenience and Necessity to provide resold interexchange telecommunications services throughout the State of South Carolina, and for alternative regulation of its interexchange business service offerings, as proposed herein and set forth in the attached tariff. Applicant also requests that the Commission grant the waivers requested herein, and grant such other relief as is just and proper.

Respectfully submitted,

CALLCATCHERS INC. D/B/A FREEDOMVOICE SYSTEMS

By: s/John J. Pringle, Jr.
John J. Pringle, Jr.
Adams and Reese LLP
1501 Main Street, 5th Floor
Columbia, SC 29201

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Keenan P. Adamchak
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L. Charles Keller
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1800 M Street, NW, Suite 800N
Washington, DC 20036
Tel: (202) 783-4141
Fax: (202) 783-5851
Email: jkostyu@wbklaw.com
ckeller@wbklaw.com

June 24, 2016
Columbia, South Carolina

Schedule of Exhibits

Exhibit A – Corporate Documents

Exhibit B – Officers and Directors

Exhibit C – Management Biographies

Exhibit D – Proposed Tariff

Exhibit E – Proposed Notice of Filing

Exhibit A

Corporate Documents

CERTIFICATE OF INCORPORATION
OFCallCatchers Inc.
A CLOSE CORPORATION

FIRST: The name of this corporation is CallCatchers Inc.

SECOND: Its registered office in the State of Delaware is to be located at Three Christina Centre, 201 N. Walnut St., Wilmington, DE 19801, County of New Castle. The registered agent in charge thereof is The Company Corporation, address "same as above".

THIRD: The nature of the business and the objects and purposes proposed to be transacted, promoted and carried on, are to engage in any lawful act or activity for which corporations may be organized under the General Corporation Law of Delaware.

FOURTH: The amount of total authorized shares of stock of this corporation is 1,500 shares of
NO par value.

FIFTH: The name and mailing address of the incorporator is:
Regina Cephas, Three Christina Centre, 201 N. Walnut St., Wilmington DE 19801

SIXTH: All of the corporation's issued stock, exclusive of treasury shares, shall be held of record by not more than thirty (30) persons.

SEVENTH: All of the issued stock of all classes shall be subject to one or more of the restrictions on transfer permitted by Section 202 of the General Corporation Law.

EIGHTH: The corporation shall make no offering of any of its stock of any class which would constitute a "public offering" within the meaning of the United States Securities Act of 1933 as it may be amended from time to time.

NINTH: Directors of the corporation shall not be liable to either the corporation or its stockholders for monetary damages for a breach of fiduciary duties unless the breach involves: (1) a director's duty of loyalty to the corporation or its stockholders; (2) acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law; (3) liability for unlawful payments of dividends or unlawful stock purchases or redemption by the corporation; or (4) a transaction from which the director derived an improper personal benefit.

I, THE UNDERSIGNED, for the purpose of forming a corporation under the laws of the State of Delaware, do make, file and record this Certificate and do certify that the facts herein are true, and I have accordingly hereunto set my hand.

DATED: DECEMBER 28, 1995

Regina Cephas

State of Delaware
Office of the Secretary of State

PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "CALLCATCHERS INC.", FILED IN THIS OFFICE ON THE THIRD DAY OF FEBRUARY, A.D. 2000, AT 9 O'CLOCK A.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.

2575702 8100

001056105




Edward J. Freel, Secretary of State

AUTHENTICATION:

DATE:

0237931

02-04-00

CERTIFICATE OF AMENDMENT
OF
CERTIFICATE OF INCORPORATION
OF
CALLCATCHERS INC.

CALLCATCHERS INC. , a corporation
organized and existing under and by virtue of the General
Corporation Law of the State of Delaware, DOES HEREBY CERTIFY:

FIRST: That the Board of Directors of said corporation at a
meeting duly convened and held, adopted the following resolution:

RESOLVED that the Board of Directors hereby declares it
advisable and in the best interest of the Company that Article
Fourth of the Certificate of Incorporation be amended to read as
follows:

FOURTH: The total number of shares of stock which this
corporation is authorized to issue is:

ONE THOUSAND FIVE HUNDRED AND TWENTY FIVE (1525) SHARES WITHOUT
PAR VALUE

SECOND: That the said amendment has been consented to and
authorized by the holders of a majority of the issued and
outstanding stock entitled to vote by written consent given in
accordance with the provisions of Section 228 of the General
Corporation Law of the State of Delaware.

THIRD: That the aforesaid amendment was duly adopted in
accordance with the applicable provisions of Sections 242 and 228 of
the General Corporation Law of the State of Delaware.

IN WITNESS WHEREOF, said corporation has caused this
Certificate to be signed by
this 27th day of January A.D. 2000.



Authorized Officer
ERIC THOMAS

Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "CALLCATCHERS INC.", FILED IN THIS OFFICE ON THE TWENTIETH DAY OF FEBRUARY, A.D. 2002, AT 9 O'CLOCK A.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

2575702 8100

020113676

AUTHENTICATION: 1626682

DATE: 02-22-02

STATE of DELAWARE
CERTIFICATE of AMENDMENT of
CERTIFICATE of INCORPORATION

- **First:** That at a meeting of the Board of Directors of _____
CALLCATCHERS INC.

resolutions were duly adopted setting forth a proposed amendment of the Certificate of Incorporation of said corporation, declaring said amendment to be advisable and calling a meeting of the stockholders of said corporation for consideration thereof.

The resolution setting forth the proposed amendment is as follows:

Resolved, that the Certificate of Incorporation of this corporation be amended by changing the Article thereof numbered " 4 " so that, as amended, said Article shall be and read as follows:

" THE CORPORATION SHALL BE AUTHORIZED TO ISSUE UP TO
ONE MILLION TWO HUNDRED TWENTY THOUSAND SHARES OF COMMON
STOCK WITH A PAR VALUE OF \$0.10 AMOUNTING TO \$122,000.00. "

- **Second:** That thereafter, pursuant to resolution of its Board of Directors, a special meeting of the stockholders of said corporation was duly called and held, upon notice in accordance with Section 222 of the General Corporation Law of the State of Delaware at which meeting the necessary number of shares as required by statute were voted in favor of the amendment.
- **Third:** That said amendment was duly adopted in accordance with the provisions of Section 242 of the General Corporation Law of the State of Delaware.
- **Fourth:** That the capital of said corporation shall not be reduced under or by reason of said amendment.

BY: _____

(Authorized Officer)

NAME: _____

Eric Thomas
(Type or Print)

STATE of DELAWARE
CERTIFICATE of AMENDMENT of
CERTIFICATE of INCORPORATION

- **First:** That at a meeting of the Board of Directors of _____
CALLCATCHERS INC.

resolutions were duly adopted setting forth a proposed amendment of the Certificate of Incorporation of said corporation, declaring said amendment to be advisable and calling a meeting of the stockholders of said corporation for consideration thereof.

The resolution setting forth the proposed amendment is as follows:

Resolved, that the Certificate of Incorporation of this corporation be amended by changing the Article thereof numbered "_____" so that, as amended, said Article shall be and read as follows:

" THE CORPORATION SHALL BE AUTHORIZED TO ISSUE UP TO
ONE MILLION TWO HUNDRED TWENTY THOUSAND SHARES OF COMMON
STOCK WITH A PAR VALUE OF \$0.10 AMOUNTING TO \$122,000.00. "

- **Second:** That thereafter, pursuant to resolution of its Board of Directors, a special meeting of the stockholders of said corporation was duly called and held, upon notice in accordance with Section 222 of the General Corporation Law of the State of Delaware at which meeting the necessary number of shares as required by statute were voted in favor of the amendment.
- **Third:** That said amendment was duly adopted in accordance with the provisions of Section 242 of the General Corporation Law of the State of Delaware.
- **Fourth:** That the capital of said corporation shall not be reduced under or by reason of said amendment.

BY: _____

(Authorized Officer)

NAME: _____

Eric Thomas

(Type or Print)

The State of South Carolina



Office of Secretary of State Mark Hammond

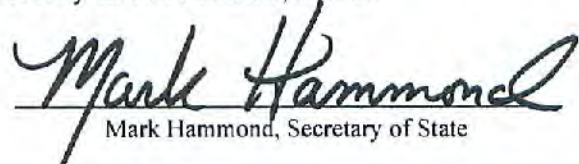
Certificate of Authorization

I, Mark Hammond, Secretary of State of South Carolina Hereby certify that:

CALLCATCHERS INC.,

a corporation duly organized under the laws of the state of **DELAWARE** and issued a certificate of authority to transact business in South Carolina on **November 24th, 2010**, has on the date hereof filed all reports due this office, paid all fees, taxes and penalties owed to the Secretary of State, that the Secretary of State has not mailed notice to the Corporation that its authority to transact business in South Carolina is subject to being revoked pursuant to Section 33-15-310 of the 1976 South Carolina Code, and no application for surrender of authority to do business in South Carolina has been filed in this office as of the date hereof.

Given under my Hand and the Great
Seal of the State of South Carolina this
29th day of November, 2010.


Mark Hammond, Secretary of State

CERTIFIED TO BE A TRUE AND CORRECT COPY
AS TAKEN FROM AND COMPARED WITH THE
ORIGINAL ON FILE IN THIS OFFICE

STATE OF SOUTH CAROLINA
SECRETARY OF STATE

NOV 24 2010 APPLICATION BY A FOREIGN CORPORATION
FOR A CERTIFICATE OF AUTHORITY
TO TRANSACT BUSINESS
IN THE STATE OF SOUTH CAROLINA

Mark Hammond
SECRETARY OF STATE OF SOUTH CAROLINA

TYPE OR PRINT CLEARLY WITH BLACK INK

Pursuant to Section 33-15-103 of the 1976 South Carolina Code of Laws, as amended, the undersigned corporation hereby applies for authority to transact business in the State of South Carolina, and for that purpose, hereby submits the following statement:

1. The name of the corporation is (see Sections 33-4-101 and 33-15-106 and Section 33-19-500(b)(1) if the corporation is a professional corporation) CallCatchers Inc.
2. It is incorporated as (check applicable item) ☒ a general business corporation, ☐ a professional corporation, under the laws of the state of Delaware.
3. The date of its incorporation is 12/28/1995 and the period of its duration is perpetual.
4. The address of the principal office of the corporation is 169 Saxony Road, Suite 212 in the
Street Address
city of Encinitas and the state of California, 92024
Zip Code
5. The address of the proposed registered office the state of South Carolina is
6650 Rivers Avenue in the city of North Charleston in
Street Address
South Carolina 29406
Zip Code
6. The name of the proposed registered agent in this state at such address is
Corporate Creations Network
Print Name

I hereby consent to the appointment as registered agent of the corporation.

Kelly Cianfarano
Signature of the Registered Agent

Kelly Cianfarano, Special Secretary

101129-0073

CALLCATCHERS INC.

FILED: 11/24/2010

Filing Fee: \$135.00 ORIG

Mark Hammond

South Carolina Secretary of State

CallCatchers Inc.

Name of Corporation

7. The name and usual business address of the corporation's directors (if the corporation has no directors, then the name and address of the persons who are exercising the statutory authority of the directors on behalf of the corporation) and principal officers:

a) Name of Directors

Business Address

Adam Gould

10665 Wexford Street # 2, San Diego, CA 92131

John Newsam

525 Westbourne Street, La Jolla, CA 92067

Julie Bryant

PO BOX 7208, Rancho Santa Fe, CA 92067

b) Name and Office
of Principal Officers

Business Address

Eric Thomas

169 Saxony Road, Suite 212, Encinitas, CA 92024

James Schumacher

169 Saxony Road, Suite 212, Encinitas, CA 92024

8. The aggregate number of shares which the corporation has authority to issue, itemized by classes and series, if any, within a class:

Class of Shares (and Series, if any)

Authorized Number of Each Class (and Series)

Common

1,220,000

9. Unless a delayed date is specified, this application shall be effective when accepted for filing by the Secretary of State (See Section 33-1-230):

Date 11/23/2010

CallCatchers Inc.

Name of Corporation

Signature

Verónica Pérez, Attorney-In-Fact

Type or Print Name and Office

Delaware

PAGE 1

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "CALLCATCHERS INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTY-THIRD DAY OF NOVEMBER, A.D. 2010.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "CALLCATCHERS INC." WAS INCORPORATED ON THE TWENTY-EIGHTH DAY OF DECEMBER, A.D. 1995.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.


AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

2575702 8300

101115130

You may verify this certificate online
at corp.delaware.gov/authver.shtml




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 8373643

DATE: 11-23-10

1350



STATE OF SOUTH CAROLINA
DEPARTMENT OF REVENUE
INITIAL ANNUAL
REPORT OF CORPORATIONS

CL-1
(Rev. 7/24/07)
3134

Office Use Only

► File Number _____ ► ENDING PERIOD _____ Month _____ Year _____ SID Number _____

Date "Application for Charter" filed with Secretary of State _____ For Secretary of State Use Only

Date of "Request for authority to do business in this state" (Foreign Corp.) **NOV 24 2010**

FED EI Number _____ Business Code _____ (Office Use Only)

NAME OF CORPORATION
CallCatchers Inc.

PHYSICAL ADDRESS OF HEADQUARTERS (NUMBER AND STREET) MAILING ADDRESS FOR TAX CORRESPONDENCE
169 Saxony Road, Suite 212 169 Saxony Road, Suite 212

CITY AND STATE ZIP COUNTY CITY AND STATE ZIP
Encinitas, California 92024 San Diego Encinitas, California 92024

1. State of incorporation: Delaware 2. Indicate month corporation closes its books: December

3. Nature of principal business in SC: Long distance telecommunications services.

4. Location of registered office of the corporation in the state of SC is in the city of North Charleston
Registered agent at such address is Corporate Creations Network Inc.

5. Location of principal office in SC (street, city, zip and county): 6650 Rivers Ave. North Charleston, SC 29406

6. Date business commenced in SC: _____ Telephone # 800-477-1477

7. If a professional corporation, are all shareholders, one-half of the directors (or individuals functioning as directors) and all officers (other than the secretary and treasurer) qualified to practice the professional services engaged in by the corporation?

8. The names and business addresses of the directors (or individuals functioning as directors) and principal officers in the corporation are:

SSN	Name/Title	Business Address and Office
	Eric Thomas, President	169 Saxony Road, Suite 212 Encinitas, CA 92024
	James Schumacher, Secretary	169 Saxony Road, Suite 212 Encinitas, CA 92024
	Adam Gould, Director	169 Saxony Road, Suite 212 Encinitas, CA 92024
	John Newsam, Director	169 Saxony Road, Suite 212 Encinitas, CA 92024
	Julie Bryant, Director	169 Saxony Road, Suite 212 Encinitas, CA 92024

9. The total number of authorized shares of capital stock itemized by class and series, if any, within each class as follows:

Number of Shares	Class	Series
1,220,000	Common	

10. The total number of issued and outstanding shares of capital stock itemized by class and series, if any, within each class is as follows:

Number of Shares	Class	Series
849,300 issued shares	Common	

1. Fee due with this report	1.	25	00
2. Interest due	2.		
3. Penalty due	3.		
4. Total - Due	4.	25	00

Make remittance payable to SC Department of Revenue

Mail To: SC Department of Revenue, License and Registration Unit, Columbia, SC 29214-0140

AFFIDAVIT

I, the undersigned incorporator or principal officer of the corporation for which this return is made, declare that this return, including accompanying statements and schedules, has been examined by me and is to the best of my knowledge and belief a true and complete return made in good faith.

Corporate Creations International Inc.

by Veronica Paez

THIS RETURN PREPARED BY

SIGNATURE OF INCORPORATOR OR OFFICER AUTHORIZED TO SIGN

11/23/2010

DATE

Incorporator

TITLE

31341027

ATTACH REMITTANCE HERE

Exhibit B

Officers and Directors

I. Pre-Transaction:

FreedomVoice's current officers and directors are as follows:

Officers:

<u>Name</u>	<u>Title</u>	<u>Contact Information</u>
Eric Thomas	President	6319 Via Naranjal Rancho Santa Fe, CA 92067
James Schumacher	Secretary	347 Rice Lane Whitefish, MT 59937

Directors:

<u>Name</u>	<u>Contact Information</u>
Adam Gould	14138 Arbolitos Drive Poway, CA 92064
John Newsam	528 Forward Street La Jolla, CA 92037
Julie Bryant	6319 Via Naranjal Rancho Santa Fe, CA 92067

II. Post-Transaction:

FreedomVoice's officers and directors following the closing of the Proposed Transaction will be as follows:

Officers:

<u>Name</u>	<u>Title</u>	<u>Contact Information</u>
Matthew Kelpy	President & Treasurer	14455 North Hayden Rd., Suite 219 Scottsdale, AZ 85260
Nima Kelly	Secretary	14455 North Hayden Rd., Suite 219 Scottsdale, AZ 85260

Directors:

<u>Name</u>	<u>Contact Information</u>
Matthew Kelpy	14455 North Hayden Rd., Suite 219 Scottsdale, AZ 85260
Nima Kelly	14455 North Hayden Rd., Suite 219 Scottsdale, AZ 85260

Exhibit C

Management Biographies

Eric Thomas

Eric Thomas is the Founder, President and CEO of FreedomVoice. He brings to the team more than 16 years of leadership in the development of virtual and hosted business phone solutions. As a pioneer of toll free virtual phone systems in 1996, Thomas made his move towards the hosted VoIP phone system market in the year 2006. He made it his goal to provide a better set of telecommunications tools that small and medium sized businesses could use in order to enhance their image, as well as to maximize productivity. Not content to buy or borrow someone else's technology, Thomas led FreedomVoice in the creation of FreedomIQ, an industry-leading hosted VoIP PBX platform engineered from the ground up.

Thomas is responsible for keeping FreedomVoice running as a profitable, privately held, debt-free, and rapidly-growing company by attracting customers with a friendly, down-to-earth staff. Applying a unique and cost-effective billing model, he ensures that FreedomVoice is committed to delivering an outstanding quality of service.

Before FreedomVoice, Thomas held the title of President at B/T SciTech, a molecular biology distribution firm that he founded back in 1991.

Adam Gould

Adam Gould is currently CEO of Sensinode, which is a world leading provider of software for the Internet of Things. Adam has over 24 years of experience within the wireless industry. In addition, has also has extensive experience in leading engineering development teams, managing organizations and budgets of all sizes, creating technology strategies, contract negotiation, and leading business development, marketing and sales activities. Adam joined NextWave back in 2005, and was the GM of the business unit where he developed consumer products around NextWave semiconductor products. Adam also held title of Senior Vice President for semiconductor in Sales and Marketing. His previous role at Nextwave was SVP Product Development making him responsible for consumer product development, product planning, product management, program management and business development. Prior to joining NextWave, Adam was Chief Technology Officer and VP of Engineering for Nokia Mobile Phones' CDMA unit, where he worked for almost 13 years. In this role, he was responsible for setting the technology direction and strategy for the CDMA group, as well as managing all of the Nokia CDMA technology development, including all levels of SW development, RF and RFIC, and digital ASIC development. Adam grew this team from a starting point of 50 to over 450 engineers. Prior to his becoming CTO, he held various positions in management, signal processing, systems and software engineering development. Before joining Nokia, he was a member of the engineering team at Motorola that developed the world's first GSM phone. There he developed all of the signal processing software for that product. Adam holds more than 7 patents, and has degrees in electrical and computer engineering from Drexel University and the Massachusetts Institute of Technology. He is currently on the Board of Directors or on the Advisory Board for several companies.

John M. Newsam

John M. Newsam holds BA Hons, MA and DPhil degrees in Chemistry from Oxford University. After 2 years as a Royal Society/JSPS Research Fellow in Sendai (Japan), he became a senior staff chemist at Exxon Corporate Research in New Jersey until head-hunted into a molecular simulation software company in San Diego, California. As a materials scientist, John has authored over 150 publications on zeolites, crystallography, materials simulation and high throughput experimentation, lectured extensively, both nationally and internationally. He has also been recognized by several awards, including the Corday-Morgan Medal. As a business innovator and entrepreneur, John has co-founded six companies which include Tioga Research, Inc. (in 2011), Bio4Front, Inc. (in 2008), fqubed (in 2002, acquired by Nuvo Research in 2005), Integrated Discovery Sciences Corporation (in 2001, acquired by Bio and Gene in 2005), hte Aktiengesellschaft (in 1999, acquired by BASF in 2008), and FreedomVoice Systems (in 1996). He has delivered undergraduate courses on entrepreneurship and business innovation at UC San Diego, and has been an Adjunct Professor at both UC Santa Barbara (Materials Department) and UCSD (Chemistry & Biochemistry Department). John currently serves as Chairman and CEO of Tioga Research.

Jim Schumacher

Jim Schumacher graduated with a BS in Chemistry from MIT and MD from Duke University. He completed a residency in Radiology at UCSD, along with a Neuroradiology fellowship at Duke University. He is board certified in Radiology by the American Board of Radiology and by the Royal College of Physicians and Surgeons of Canada. After completing medical training, Jim was on staff for 11 years with Cape Canaveral Hospital in Cocoa Beach Florida. It was there that he served 2 years as Chief of Medical Services, and 4 years as Medical Director of the OpenMRI of Rockledge. In 2004, Jim moved to Whitefish, Montana where he has been on staff at Kalispell Regional Medical Center, as well as where he has served as Medical Director of the Imaging Center at Health Center Northwest, and served on the Board of Directors of Health Center Northwest and the Board of Directors of Flathead Physician's Group. He has also been on the Board of Directors of Freedom Voice Systems, a telecommunications company based in San Diego, CA, since 2001.

Julie Bryant

Julie has experience in making start-ups successful by taking them to profitability and exiting via acquisition in the Life Science market place. Her most recent success story was with GeneGo Inc., www.genego.com, a pathway software and database company that was privately held and sold to Thomson Reuters (Scientific) Inc. www.thomsonreuters.com. Julie was on the Board of GeneGo, a shareholder and was responsible for sales, marketing, IT and technical support. Previously, Julie has helped Battelle, a billion dollar nonprofit organization spin out a commercial company called OmniViz that was acquired by BioWisdom. She has also held senior positions at Accelrys, www.accelrys.com Nature, www.nature.com and Genometrix. Julie helped fund FreedomVoice (www.freedomvoice.com) where she is currently both a shareholder and board member. Her angel fund, Bryant Thomas Ventures, has seeded companies such as www.aprioribeauty.com and Simulscribe now owned by Ditech (www.ditechcom.com). She is currently CEO of Bimini, LLC, www.BiminiHealth.com and the Bryant Consulting Group, www.Bryant-Consulting-Group.com.

Exhibit D

Proposed Tariff

CallCatchers Inc.
d/b/a FreedomVoice Systems
169 Saxony, Suite 212
Encinitas, CA 92024

South Carolina Tariff No. 1
Original Page No. 1

CallCatchers Inc. d/b/a FreedomVoice Systems

SOUTH CAROLINA TELECOMMUNICATIONS TARIFF

This tariff contains the rates, terms, and conditions applicable to Resold Telecommunications Services provided by CallCatchers Inc. d/b/a FreedomVoice Systems (“FreedomVoice”), with principal offices at 169 Saxony Road, Suite 212, Encinitas, California 92024.

This tariff applies for services furnished within the State of South Carolina. The tariff is on file with the South Carolina Public Service Commission, and copies may be inspected during normal business hours at the Company’s principal place of business.

Issued: June ___, 2016

Effective: June ___, 2016

Issued by: Eric Thomas, President
CallCatchers Inc. d/b/a FreedomVoice Systems
169 Saxony Road, Suite 212
Encinitas, California 92024

CHECK SHEET

Pages of this tariff, as indicated below, are effective as of the date shown at the bottom of the respective pages. Original and revised pages, as named below, comprise all changes from the original tariff and are currently in effect as of the date on the bottom of this page.

Page	Revision	Page	Revision
1	Original		
2	Original		
3	Original		
4	Original		
5	Original		
6	Original		
7	Original		
8	Original		
9	Original		
10	Original		
11	Original		
12	Original		
13	Original		
14	Original		
15	Original		
16	Original		
17	Original		
18	Original		
19	Original		

* - indicates those pages includes with this filing

Issued: June ___, 2016

Effective: June ___, 2016

Issued by: Eric Thomas, President
CallCatchers Inc. d/b/a FreedomVoice Systems
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Encinitas, California 92024

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SECTION 2 - RULES AND REGULATIONS.....	7
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SECTION 4 - RATES.....	18

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Issued by: Eric Thomas, President
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SYMBOLS

The following are the only symbols used for the purposes indicated below:

C – Change in Rule or Regulation.

D - Delete or Discontinue.

I - Change Resulting in an increase to a Customer's bill.

M - Moved from another tariff location.

N - New

R - Change resulting in a reduction to a Customer's bill.

T - Change in text or regulation.

Issued: June ___, 2016

Effective: June ___, 2016

Issued by: Eric Thomas, President
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TARIFF FORMAT

A. Sheet Numbering - Sheet numbers appear in the upper right corner of the page. Sheets are numbered sequentially. However, new sheets are occasionally added to the tariff. When a new sheet is added between sheets already in effect, a decimal is added. For example, a new sheet added between sheets 14 and 15 would be 14.1.

B. Sheet Revision Numbers - Revision numbers also appear in the upper right corner of each page. These numbers are used to determine the most current sheet version on file with the Commission. For example, the 4th revised Sheet 14 cancels the 3rd revised Sheet 14. Because of various suspension periods, deferrals, etc. the Commission follows in their tariff approval process, the most current sheet number on file with the Commission is not always the tariff pages in effect. Consult the check sheet for sheet currently in effect.

C. Paragraph Numbering Sequence - There are nine levels of paragraph coding. Each level of coding is subservient to its next higher level:

2.
2.1.
2.1.1.
2.1.1.A.
2.1.1.A.1.
2.1.1.A.1.(a).
2.1.1.A.1.(a).I.

D. Check Sheets - When a tariff filing is made with the Commission, an updated check sheet accompanies the tariff filing. The check sheet lists the sheets contained in the tariff, with a cross reference to the current revision number. When new pages are added, the check sheet is changed to reflect the revision. All revisions made in a given filing are designated by an asterisk (*). There will be no other symbols used on the check sheet if these are the only changes made to it (*i.e.*, the format, etc. remains the same, just revised revision levels on some pages). The tariff user should refer to the latest check sheet to find out if a particular sheet is the most current on file with the South Carolina Public Service Commission.

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Effective: June ___, 2016

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SECTION 1 - TECHNICAL TERMS AND ABBREVIATIONS

Customer - The person, firm, corporation or other entity which orders, cancels, amends or uses service and is responsible for payment of charges and compliance with the Company's tariff.

Company or Carrier – CallCatchers Inc. d/b/a FreedomVoice Systems unless otherwise clearly indicated by the context.

Day - From 6:00 AM up to but not including 6:00 PM Pacific Time Monday through Friday.

Commission - The South Carolina Public Service Commission.

Holidays - The Company observes the following holidays: New Year's Day, Martin Luther King Day, Presidents' Day, Memorial Day, Independence Day, Labor Day, Thanksgiving Day, and Christmas Day.

V & H Coordinates - Geographic points which define the originating and terminating points of a call in mathematical terms so that the airline mileage of the call may be determined. Call mileage is used for the purposed of rating calls where applicable.

Issued: June ___, 2016

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SECTION 2 - RULES AND REGULATIONS

2.1 Undertaking of the Company

The Company's services and facilities are furnished for communications at specified points within the State of South Carolina under terms of this tariff.

The Company operates and maintains the communications services provided herein in accordance with the terms and conditions set forth under this tariff. The Customer is responsible for ordering access connection facilities provided by other carriers or entities to allow connection of a Customer's location to the Company's services. The Customer shall be responsible for all charges due for such service arrangement.

The Company's services and facilities are provided on a monthly basis unless ordered on a longer term basis, and are available twenty-four hours per day, seven days per week.

2.2 Applicability of Tariff

This tariff applies to telephone calls which originate and terminate in the State of South Carolina.

2.3 Billing and Payment

2.3.1 Customer is responsible for paying all charges on its account for services provided by the Company, including, but not limited to, long distance, directory assistance charges, regulatory and government fees, and for all taxes and surcharges, including regulatory recovery fees, imposed on the services or the Company as a result of Customer's use of the services. The Company collects any applicable initiation fees and monthly recurring charges automatically in advance of the month of usage. Customer will also be billed for additional minutes used (which exceed the number of calling minutes in the Customer's plan), in the month following such usage. Usage charges are billed in arrears. Payment is due thirty (30) days following receipt of a bill.

Issued: June __, 2016

Effective: June __, 2016

Issued by: Eric Thomas, President
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SECTION 2 - RULES AND REGULATIONS, (CONT'D.)

2.3 Billing and Payment continued

- 2.3.2** Any objection to billed charges should be promptly reported to the Company. Notice of any disputes must be in writing and received by the Company within ninety (90) days after the invoice date or the dispute will be waived. Adjustments to Customers' bills shall be made to the extent that records are available and/or circumstances exist which reasonably indicate that such charges are not in accordance with approved rates or that an adjustment may otherwise be appropriate. Customer must pay all undisputed amounts in full to avoid late payment charges or default.

Customers who are dissatisfied with the response to their complaint may contact the Commission for resolution of the issues at:

Office of Regulatory Staff
Consumer Services Division
1401 Main Street, Suite 900
Columbia, SC 29201
Phone: 803-737-5230
Toll Free: 1-800-922-1531

- 2.3.3** Company will charge a late payment charge on any amounts unpaid by the due date of the lesser of: (1) 1.5% per month or 18% per annum or (2) the highest amount allowed by law. Company will also assess a \$10.00 processing fee.

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SECTION 2 - RULES AND REGULATIONS, (CONT'D.)

2.3.4 Customer has the option of electing to pay invoices by credit card or check. Company will send Customer an invoice each month. Customer may also receive an additional invoice on Friday of any week in which Customer's minute usage is approximately \$18 for credit card customers or \$75 for check pay customers. Customer shall have thirty (30) days from the date of the invoice to remit payment. Company will bill Customer's credit card on the date payment is due. If the card fails, Company will notify Customer. The second day after the due date, Company will attempt to bill the card, and, if the card fails, will notify Customer by electronic mail. On the third day after the due date, Company will attempt to bill the card and, if the card fails, will notify Customer by electronic mail that Customer's service will be suspended. If payment is not received after this notice, Customer will temporary suspend service until payment is received.

For customers that pay by check, Company suspends service fifteen (15) days after the due date. Each day from the due date until the date service is suspended (thirty (30) to forty-five (45) days from the date of the invoice), Company notifies Customer by electronic mail that Customer must remit payment or risk suspension. On day forty-five (45), the customer's account is put on hold and Company sends notifications everyday thereafter until the Customer pays or Company cancels the account for non-payment. Company cancels any account that is past due more than ninety (90) days.

2.4 Taxes

The quoted rates do not include taxes. The Company will assess a separate charge on a Customer's bill for state and local taxes.

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SECTION 2 - RULES AND REGULATIONS, (CONT'D.)

2.5 Right to Backbill for Improper Use of the Company's Service

Any person or entity that uses, appropriates or secures the use of service from the Company, whether directly or indirectly, in any unlawful manner or through the providing of any misleading or false information to the Company and which uses, appropriation, or securing of services is inconsistent with the stated uses, intents, and purposes of this tariff or any restrictions, conditions, and limitations stated herein, shall be liable for an amount equal to the accrued and unpaid charges that would have been applicable to the use of the Company's service actually made by Customer.

2.6 Cancellation or Interruption of Services

2.6.1 Without incurring liability, the Company may discontinue Services, effective immediately after receipt of written notice (Notice shall be deemed received on the fifth business day following mailing of notice.), to a Customer or to a particular Customer location, or may withhold the provision of ordered or contracted service under the following conditions:

- (A) For nonpayment of any sum due the Company for more than thirty (30) days after issuance of the bill for the amount due;
- (B) For violation of any of the provisions of this tariff;
- (C) For violation of any law, rule, regulation, or policy of any governing authority having jurisdiction over the Company's service; or
- (D) By reason of any order or decision of a court having competent jurisdiction, public service Commission or federal regulatory body or other governing authority prohibiting the Company from furnishing its service.

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SECTION 2 - RULES AND REGULATIONS, (CONT'D.)

- 2.6.2** Without incurring liability, the Company may interrupt the provision of service at any time in order to perform test(s) and inspections to assure compliance with tariff regulations and the proper installation and operation of Customer and the Company's equipment and facilities and may continue such interruption until any items of noncompliance or improper equipment operations so identified are rectified.
- 2.6.3** Service may be discontinued by the Company by blocking traffic to certain countries, cities or NXX exchanges, or by blocking calls using certain Customer Authorization Codes, when the Company deems it necessary to take action to prevent unlawful use of its service. The Company may restore service as soon as it can be provided without undue risk.
- 2.6.4** The termination notice process set forth in **Section 2.3.4** provides adequate time intervals for the Customer to prevent termination or disconnect.
- 2.6.5** If, for any reason, Service is interrupted, the Customer will only be charged for the service that was actually used.

2.7 Denial of Access to Service by the Company

The Company expressly retains the right to deny access to service without incurring any liability for any of the following reasons:

- 2.7.1** Nonpayment of any sum due for service provided hereunder, where the Customer's charges remain unpaid more than ten (10) days following notice of nonpayment from the Company. Notice shall be deemed to be effective upon mailing of written notice, postage prepaid, to the Customer's last known address;
- 2.7.2** Customer's acts or omissions that constitute a violation of, or a failure to comply with, any regulation stated in this tariff governing the furnishing of service, but which violation or failure to comply does not constitute a material breach or does not pose any actual threatened interference to the Company's operations or its furnishing of service. The Company agrees to give Customer ten (10) days notice of such violation or failure to comply prior to disconnection of service; or

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SECTION 2 - RULES AND REGULATIONS, (CONT'D.)

2.7.3 The implementation of any order of a court of competent jurisdiction, or federal or state regulatory authority of competent jurisdiction, prohibiting the Company from furnishing such service; or

2.7.4 Failure to pay a previously owed bill by the same Customer at another location.

2.8 Customer's Liability in the Event of Denial of Access to Service by the Company

In the event a Customer's service is disconnected by the Company for any of the reasons stated in **Section 2.7**, the Customer shall be liable for all unpaid charges due and owing to the Company associated with the service.

2.9 Reinstitution of Service

The Company will reconnect service upon Customer request as soon as the reason for the Customer's termination is removed. If the Customer seeks reinstitution of Service following denial of service by the Company, the Customer shall pay to the Company prior to the time service is reinstituted all accrued and unpaid charges. In addition, Customer will be assessed a \$10.00 reconnection fee to reinstitute service. Other than any applicable initiation fees, there will be no charge for the service restoration.

2.10 Interconnection with Other Common Carriers

The Company reserves the right to interconnect its services with those of any other Common Carrier, Local Exchange Carrier, or alternate access provider of its election, and to utilize such services for the provision of services offered herein.

2.11 Use of Service

Service may be used for any lawful purpose for which it is technically suited.

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SECTION 2 - RULES AND REGULATIONS, (CONT'D.)

2.12 Liability of the Company

2.12.1 Limitation of Liability: In no event shall the company, its parents, subsidiaries, affiliates or their respective members, managers, directors, officers, employees, stockholder, or agents be liable for any damages, including but not limited to direct, compensatory, indirect, incidental, consequential, special, exemplary or punitive damages (including, without limitation, damages for loss of profits, business interruption, loss of information) for: (1) any injuries to persons or property arising from use of the services, or any equipment used in connection with the services; (2) Customer's inability to use the services; (3) Customer's misuse of the service; (4) nonperformance or a failure of the services caused by acts or omissions of another service provider; (5) equipment or software failure or modification; (6) telecommunications or computer equipment failures; or (7) acts of God or other causes beyond the Company's control. The foregoing shall even if the Company has been advised of the possibility of such damages.

2.12.2 No Warranties: The services provided under this Tariff are provided "as is." The Company makes no warranties regarding the services whatsoever and disclaims any and all express or implied warranties of any kind, including any warranties of merchantability, non-infringement of intellectual property, fitness for a particular purpose, or warranties arising by course of dealing or custom or trade. The Company does not authorize anyone to make a warranty of any kind on the Company's behalf and Customer should not rely on any such statement.

2.12.3 The Company's liability arising out of mistakes, interruptions, omissions, delays, errors, or defects in the transmission occurring in the course of furnishing service or facilities, and not caused by the negligence of its employees or its agents, in no event shall exceed an amount equivalent to the proportionate charge to the Customer for the period during which the aforementioned faults in transmission occur, but in any event not more than the sum of two months of the Customer's monthly charges, unless ordered by the Commission.

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SECTION 2 - RULES AND REGULATIONS, (CONT'D.)

2.12.4 The Company shall be indemnified and held harmless by the Customer against:

- (A) Claims for libel, slander, or infringement of copyright arising out of the material, data, information, or other content transmitted over the Company's facilities.
- (B) All other claims arising out of any act or omission of the Customer in connection with any service or facility provided by the Company.

2.13 Disconnection of Service by Carrier

The Company, upon five (5) working days written notice to the Customer, may discontinue service or cancel an application for service without incurring any liability for any of the following reasons:

2.13.1 If Customer fails to remit by the due date any sum due to carrier for regulated service.

2.13.2 A violation of any regulation governing the service under this tariff.

2.13.3 A violation of any law, rule, or regulation of any government authority having jurisdiction over such service.

2.13.4 Service may be disconnected without notice for tampering with company equipment, for interfering with the service to other customers, for fraud, or in the event of a hazardous condition.

2.14 Disconnection of Service by Customer

The Customer may terminate service at any time upon thirty (30) days' written notice.

2.15 Deposits

If a Customer elects to pay its invoices in a manner other than by credit card or switches to a method of payment other than credit card, the Company may require a deposit equal to one month of the customer's monthly recurring charges.

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SECTION 2 - RULES AND REGULATIONS, (CONT'D.)

2.16 Advance Payments

The Company collects initiation fees and monthly recurring charges in advance of the month of usage.

2.17 Applicable Law

This tariff shall be subject to and construed in accordance with South Carolina law.

2.18 Other Rules

2.18.1 The Company reserves the right to validate the credit worthiness of Customers through available verification procedures.

2.18.2 The Company reserves the right to discontinue service, limit service, or to impose requirements on Customers as required to meet changing regulations, rules or standards of the Commission.

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SECTION 3 - DESCRIPTION OF SERVICE

3.1 Timing of Calls

3.1.1 When Billing Charges Begin and End For Phone Calls

The Customer's usage charge is based on the actual usage of the Company's network. Usage begins when the called party picks up the receiver (*i.e.*, when two-way communication, often referred to as "conversation time" is possible.). When the called party picks up is determined by hardware answer supervision in which the local telephone company sends a signal to the switch or the software utilizing audio tone detection. When software answer supervision is employed, up to sixty (60) seconds of ringing is allowed before it is billed as usage of the network. A call is terminated when the calling or called party hangs up.

3.1.2 Billing Increments

The minimum call duration for billing purposes is eighteen (18) seconds for a connected call and calls beyond eighteen (18) seconds are billed in six-second increments.

3.1.3 Per Call Billing Charges

Billing will be rounded up to the nearest penny for each invoice.

3.1.4 Uncompleted Calls

There shall be no charges for uncompleted calls.

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SECTION 3 - DESCRIPTION OF SERVICE (CONT'D)

3.2 Calculation of Distance

Usage charges for all mileage sensitive products are based on the airline distance between rate centers associated with the originating and terminating points of the call.

The airline mileage between rate centers is determined by applying the formula below to the vertical and horizontal coordinates associated with the rate centers involved.

FORMULA:

The square
root of:
$$\frac{(V1 - V2)^2 + (H1 - H2)^2}{10}$$

3.3 Service Offerings

3.3.1 Inbound 800/Toll-Free and Long Distance Service

Company's Service Plans are offered to business Customers. Each service plan includes at least one toll-free and/or local number, a specified number of minutes of use per month, unlimited extensions and access to all features. Service is provided from presubscribed, dedicated or shared use access lines. Calls are billed in six-second increments. A monthly recurring service charge applies. Rates for Company's service plans are set forth in Section 4 of this Tariff.

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SECTION 4 - RATES

4.1 Inbound 800/Toll-Free and Long Distance Service

Rates listed in this tariff are for in-state calls only.

Bundled Plan (100-100,000 minutes) – Monthly charge \$4.95-\$200.00

Usage above Plan Allowance – \$0.039 to \$0.059 per minute

Activation Fee – (may be waived for certain plans)

4.2 Payment of Calls

4.2.1 Late Payment Charges

A late payment Charge of the lesser of (1) 1.5% per month, or (2) the highest amount allowed by law, will be assessed on all unpaid balances more than thirty (30) days old, except that such late payment charge will not be applied to any previously-applied late payment charges. Late payment charges will be assessed without discrimination.

4.3 Returned Check Charge

Returned checks will result in a \$25.00 fee applied to the Customer's account balance.

4.4 Special Promotions

The Company will, from time to time, offer special promotions to its customers waiving certain charges, including activation/set-up fees, reduced overage usage rates, and discounted subscription rates.

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SECTION 4 – RATES (Cont'd)

4.5 Special Pricing Arrangements – ICB

In lieu of the rates otherwise set forth in this Tariff, rates and charges, including installation and recurring charges, may be established at negotiated rates on an individual case basis (“ICB”), taking into account such factors as the nature of the services, the costs operation, the volume of traffic commitment, and the length of service commitment by Customer, as long as the rates and charges are not less than Carrier’s costs of providing the service. Such arrangements shall be considered special pricing arrangements, the terms of which will be set forth in individual contracts or Customer term agreements. Specialized pricing arrangement rates or changes will be made available to similarly-situated Customers on comparable terms and conditions. Upon reasonable request, Carrier will make the terms of these contracts available to the Commission and its staff for review on a confidential and proprietary basis. The rates will be made a part of this Tariff.

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Exhibit E

Proposed Notice of Filing

PUBLIC SERVICE COMMISSION OF SOUTH CAROLINA

DOCKETING DEPARTMENT

NOTICE OF FILING AND HEARING AND PREFILE TESTIMONY DEADLINES

DOCKET NO. 2016-_____-C

Application of CallCatchers Inc. d/b/a FreedomVoice Systems for a Certificate of Public Convenience and Necessity to Provide Resold Interexchange Services within the State of South Carolina

CallCatchers Inc. d/b/a FreedomVoice Systems (Freedom Voice Systems or the Company), has filed an Application with the Public Service Commission of South Carolina ("Commission"), for a Certificate of Public Convenience and Necessity to provide resold interexchange telecommunications services throughout the State of South Carolina. The Company also requests that the Commission regulate its business as a reseller of intrastate telecommunications services in accordance with the principles and procedures established for alternative regulation in Order Nos. 1995-1734 and 1996-55 in Docket No. 95-661-C, as modified by Order No. 2001-997 in Docket No. 2000-407-C. The Application was filed pursuant to S.C. Code Ann. §58-9-280.

A copy of the Application can be found on the Commission's website at www.psc.sc.gov under Docket No. 2016-____-C. Additionally, a copy of the Application is available from the Company's representative John J. Pringle, Jr., Esquire, Adams and Reese LLP, 1501 Main Street, 5th Floor, Columbia, SC 29201.

PLEASE TAKE NOTICE that a hearing, pursuant to 10 S.C. Code Ann. Regs 103-817, on the above matter has been scheduled to begin at on _____, 2016 at ____am, before a Hearing Examiner in the Commission's Hearing Room at 101 Executive Center Drive, Saluda Building, Columbia, SC 29210.

Any person who wishes to participate in this matter as a party of record should file a Petition to Intervene in accordance with the Commission's Rules of Practice and Procedure on or before _____, 2016, by filing the Petition to Intervene with the Commission, by providing a copy to the Office of Regulatory Staff and by providing a copy to all parties of record. For the receipt of future Commission correspondence, please include an email address in the Petition to Intervene. ***Please refer to Docket No. 2016-____-C and mail a copy to all other parties in this docket.*** Any person who seeks to intervene and who wishes to testify and present evidence at the hearing should notify, in writing, the Commission; the Office of Regulatory Staff at 1401 Main Street, Suite 900, Columbia, South Carolina 29201; and the company at the above address, on or before **January 19, 2016. Please refer to Docket No. 2016-____-C.**

INSTRUCTIONS TO ALL PARTIES OF RECORD (Applicant, Petitioners, and Intervenors only):

All Parties of Record must prefile testimony with the Commission and with all parties of record. Prefiled Testimony Deadlines: Applicant's **Direct Testimony** Due: / /**2016**; Other Parties of Record **Direct Testimony** Due: / /**2016**; Applicant's **Rebuttal Testimony** Due: / /**2016**; and Other Parties of Record **Surrebuttal Testimony** Due: / /**2016**. All Prefiled Testimony Deadlines are subject to the information as posted on www.psc.sc.gov under **Docket No. 2016-____-C.**

For the most recent information regarding this docket, including changes in scheduled dates included in this Notice, please refer to www.psc.sc.gov and **Docket No. 2016-____-C.**

PLEASE TAKE NOTICE that any person who wishes to have his or her comments considered as part of the official record of this proceeding **MUST** present such comments in person to the Commission during the hearing.

Persons seeking information about the Commission's procedures should contact the Commission at (803) 896-5100 or visit its website at www.psc.sc.gov.

6/24/2016

**BEFORE THE
PUBLIC SERVICE COMMISSION
OF SOUTH CAROLINA**

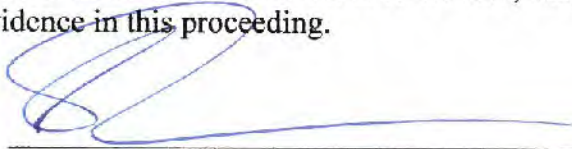
In the Matter of the Application of)
)
CALLCATCHERS INC. D/B/A FREEDOMVOICE)
SYSTEMS)
)
For A Certificate Of Public Convenience And)
Necessity To Provide Resold Interexchange)
Telecommunications Services in the State of South)
Carolina and for Alternative Regulation of its)
Interexchange Offerings)

Docket No. _____


VERIFICATION

State of California)
) ss.
County of San Diego)

Eric Thomas, being duly sworn, deposes and says: that he is the President of CallCatchers Inc. d/b/a FreedomVoice Systems; that he has read the foregoing Application and knows the contents thereof, and that the same is true of his knowledge except as to the matters therein stated upon information and belief; and as to those matters he believes them to be true; and that he consents to the Application being used as evidence in this proceeding.


Eric Thomas

Subscribed and sworn to before this 17 day of June, 2016.



Notary Public

A notary public or other officer completing this certificate verifies only the identity of the individual who signed the document to which this certificate is attached, and not the truthfulness, accuracy, or validity of that document.

My commission expires: 7/18/19

